

FEB 27 1976 -12 00 PM

INTERSTATE COMMERCE COMMISSION

Supplement to the Mortgage and to the Assignment of Leases

North American Car Corporation, a Delaware corporation (the "Company") does hereby pledge, mortgage, and grant a security interest unto Pioneer Trust and Savings Bank (the "Bank") in and to the railroad cars described in the Schedule attached hereto.

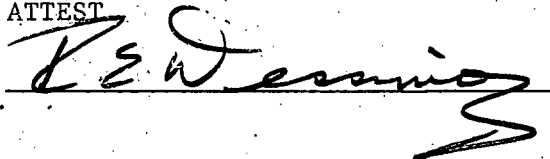
The Company hereby assigns to the Bank all its right, title, and interest in, to and under the Leases described in the Schedule attached hereto, pursuant to and subject to the terms and conditions of the Assignment of Leases referred to above:

The Company hereby certifies that it has complied with all the terms and conditions of said Assignment of Leases, and that all representations and warranties contained in said Assignment are true and correct as of the date hereof.

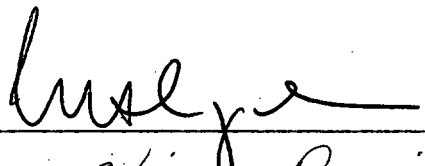
This Supplemental Mortgage and Assignment of Leases is issued pursuant to and is governed by the terms and provisions of that certain Equipment Mortgage and Assignment of Leases dated August 28, 1975 among the Company and the Bank, and filed under Section 20(c) of the Interstate Commerce Act on September 3, 1975 at 12:00 p.m. as Document Numbers 8039 and 8039-A.

(CORPORATE SEAL)

ATTEST



NORTH AMERICAN CAR CORPORATION

By 
Title Vice PresidentSTATE OF ILLINOIS)
COUNTY OF COOK) ss.:

On this 18th day of February 1976, before me personally appeared Martin A. Lynch, to me personally known, who being by me duly sworn says that he is the Vice President of North American Car Corporation, that said instrument was signed and sealed on behalf of said Corporation by authority of its Board or Directors, and he acknowledged that the execution of the foregoing was the free act and deed of said Corporation.


Notary Public

(SEAL)

My commission expires 5-6-78

40 Ton 8,000 gallon
Tank Car

SERIAL NUMBERS	PER CAR VALUES AT JUNE 30, 1975			TOTAL VALUES AT JUNE 30, 1975			Lessee	Term Years	Term Date
	COST	NET BOOK	A.A.R.	COST	NET BOOK	A.A.R.			
3100	\$ 4,719	922	\$ 3,299	\$ 75,504	\$ 14,752	\$ 52,784	Capital City Products	1	12/76
3102							The Giddden Co.	2	2/77
3103							Depoto Chemical	1	5/76
3108							NOT LEASED		
3113									
3114									
3116									
3117									
3118							The Giddden Co.	2	2/77
3119									
3120									
3121							Sucrest Corp.	2	6/76
3122							The Giddden Co.	2	2/77
3123							Sherwin Williams & Co.		
3124							The Giddden Co.	2	2/77
3125								6	12/75
3126	5,226	922	3,653	78,390	14,595	54,795	W.R. Grace & Co.		
3127							Union Bag		
3128							Shell Oil	3	7/77
3129									
3130									
3131									
3132									
3133									
3134									
3135									
3136									
3137									
3138									
3139									
3140							NOT LEASED	3	7/77
							Shell Oil		

40 ton, 8,000 gallon
Tank Car

DESCRIPTION	SERIAL NUMBERS	PER CAR VALUES AT JUNE 30, 1975			TOTAL VALUES AT JUNE 30, 1975			Lessee	Years	Term Date
		COST	NET BOOK	A.A.R.	COST	NET BOOK	A.A.R.			
	3141	\$ 5,226	\$ 973	\$ 3,653	\$ 41,808	\$ 7,784	\$ 29,224	Shell Oil	3	7/77
	3142									
	3143									
	3144									
	3145									
	3146									
	3147									
	3148									
	3149	4,778	928	3,340	4,778	928	3,340	W.R. Grace & Co.	3	11/77
	3150	5,226	973	3,653	41,808	7,784	29,224	Shell Oil	3	7/77
	3151									
	3152									
	3153									
	3154							Atlantic Gelatin	2	1/76
	3155							Shell Oil	3	1/76
	3156							NOT LEASED		
	3157							Shell Oil	3	7/77
	3158	4,778	928	3,340	9,556	1,856	6,680	Wilson Pharmaceutical	3	9/78
	3159							The Glidden Co.	2	2/77
	3160	5,226	973	3,653	26,130	4,865	18,265	Union Bag	1 1/2	2/77
	3161							Louane Food	3	11/77
	3162									
	3163							Sucrest Corp.	2	6/76
	3164							NOT LEASED		
	3165	4,778	928	3,340	4,778	928	3,340	General Aniline & Film	1	6/68
	3166	5,226	973	3,653	5,226	973	3,653	NOT LEASED		
	3167	4,778	928	3,340	14,334	2,784	10,020	Sucrest Corp.	2	6/76
	3168							Union Bag	1 1/2	2/77
	3169							Wilson Pharmaceutical	1	3/76
	3170	5,226	973	3,653	5,226	973	3,652	NOT LEASED		
	3171	4,778	928	3,340	4,778	928	3,340	Wilson Pharmaceutical	1	11/74

DESCRIPTION	SERIAL NUMBERS	PER CAR VALUES AT			TOTAL VALUES AT			Term		
		JUNE 30, 1975			JUNE 30, 1975					
		COST	NET BOOK	A.A.R.	COST	NET BOOK	A.A.R.			
40 ton, 8,000 gallon Tank Car	3172	\$ 5,226	\$ 973	\$ 3,653	\$ 15,678	\$ 2,919	\$ 10,959	Lessee Rohn & Haas Co.	Years 3	Date 4/77
	3173							NOT LEASED		
	3174									
	3175	4,778	928	3,340	4,778	928	3,340	The Clidden Co.	2	2/77
	3176	5,226	973	3,653	5,226	973	3,653			
70 ton, Flat Car	451	12,328	5,704	12,230	12,328	5,704	12,230	Kerr-McGee	5	12/80
70 ton, Flat Car	2019	21,218	8,787	19,617	21,218	8,787	19,617	Ashland Chemical	15	7/89
50 ton, 11,000 gallon Flat Car	6901	5,167	1,122	3,575	5,167	1,122	3,575	Hunt Foods	5	10/76
	6902	4,571	1,143	3,163	4,571	1,143	3,163	Wilson Pharmaceutical	3	9/78
	6903	4,688	1,158	3,244	4,688	1,158	3,244	E.I. DuPont	1	4/62
	6904	5,123	1,116	3,545	5,123	1,116	3,545	Clidden Corp.	5	6/76
Total Cars			73		\$391,093	\$83,000	\$281,644			